

**DECLARATION AND POWER OF ATTORNEY FOR
UNITED STATES LETTERS PATENT APPLICATION**

As a below-named inventor, We, Bhavesh N. Desai, Nemmara K. Shankaranarayanan, David Hilton Shur, Aleksandra Smiljanic, Todd J. Totland, Jacobus E. van der Merwe and Sheryl Leigh Woodward each hereby declare that:

My residence, post-office address and citizenship are as stated below next to my name.

I believe I am an original, first and joint inventor of the subject matter which is claimed and for which a patent is sought on the invention entitled: TUNNELING SYSTEM FOR A CABLE DATA SERVICE, the specification of which is attached hereto and identified as Attorney Case No. ATT-026CUS and AT&T Case No. 2000-0559.

I hereby state that I have reviewed and understand the contents of the above-identified application specification, including the claims, as amended by any amendment specifically referred to herein.

I acknowledge the duty to disclose all information known to me that is material to patentability in accordance with Title 37, Code of Federal Regulations, §1.56.

I hereby claim foreign priority benefits under Title 35, United States Code §119(a)-(d) of any foreign application(s) for patent or inventor's certificate listed below and have also identified below any foreign application for patent or inventor's certificate having a filing date before that of the application on which priority is claimed:

**EARLIEST FOREIGN APPLICATION(S), IF ANY FILED WITHIN 12 MONTHS
(6 MONTHS FOR DESIGN) PRIOR TO THIS U.S. APPLICATION**

Country	Application Number	Date of Filing (month, day, year)	Priority Claimed Under 35 USC §119
			_ Yes No _
			_ Yes No _

**ALL FOREIGN APPLICATION(S), IF ANY FILED MORE THAN 12 MONTHS (6 MONTHS
FOR DESIGN) PRIOR TO THIS U.S. APPLICATION**

099459-00001
"0000000000"

I hereby claim the benefits under Title 35, United States Code §119(e), of any United States provisional patent application(s) listed below:

Application Number	Date of Filing (month, day, year)	Priority Claimed Under 35 USC §119(e)
60/275,665	March 14, 2001	<u>X</u> Yes No
		Yes No
		Yes No

I hereby claim the benefit under Title 35, United States Code §120, of the United States Application(s) listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application in the manner provided by the first paragraph of Title 35, United State Code, §112, I acknowledge the duty to disclose all information that is material to patentability in accordance with Title 37, Code of Federal Regulations, §1.56, and which became available to me between the filing date of the prior application and the national or PCT international filing date of this application:

Application Number	Date of Filing (month,day,year)	Status (Patented/Pending/Abandoned)

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment or both under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

I hereby appoint:

Samuel H. Dworetsky	Reg. No. 27,873	Gregory J. Gorrie	Reg. No. 36,530
Robert B. Levy	Reg. No. 28,234	Thomas M. Isaacson	Reg. No. 44,166
Cedric G. DeLaCruz	Reg. No. 36,498	Benjamin S. Lee	Reg. No. 42,787
Thomas A. Restaino	Reg. No. 33,444	Susan E. McGahan	Reg. No. 35,948
Robert T. Canavan	Reg. No. 37,592	Gary H. Monka	Reg. No. 35,290
Michele L. Conover	Reg. No. 34,962	Jeffrey M. Navon	Reg. No. 32,711
Rohini K. Garg	Reg. No. 45,272	Alfred G. Steinmetz	Reg. No. 22,971
Christine Szwerc	Reg. No. 43,177		

of AT&T corporation, Basking Ridge, NJ; and

Judith C. Crowley	Reg. No. 35,091
Christopher S. Daly	Reg. No. 37,303
Donald F. Mofford	Reg. No. 33,740
Paul D. Durkee	Reg. No. 41,003
Barry Gaiman	Reg. No. 42,562
Richard M. Sharkansky	Reg. No. 25,800
David W. Rouille	Reg. No. 40,150

all of Daly, Crowley & Mofford, LLP, 275 Turnpike Street - Suite 101, Canton MA 02021-2310, jointly, and each of them severally, my associate attorneys at law, with full power to prosecute this application, to make alterations and amendments therein, to receive the patent, and to transact all business in the Patent and Trademark Office connected therewith.

Please direct all telephone calls and address all correspondence to:

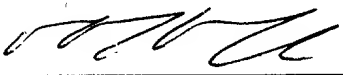
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Facsimile: (781) 401-9966
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Country of Citizenship U.S.A.	
Post Office Address (if different)	

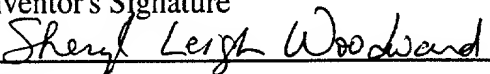
Full name of Fourth Joint Inventor Nemmara K. Shankaranarayanan	
Inventor's Signature <i>NK Shankaranarayanan</i>	Date 8/2/2001
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Post Office Address (if different)	

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Inventor's Signature <i>D Shur</i>	Date Aug 2, 2001
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Post Office Address (if different)	

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Inventor's Signature <i>Aleksandra Smiljanic</i>	Date 08/02/01
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Post Office Address (if different)	

Full name of Eighth Joint Inventor Jacobus E. van der Merwe	
Inventor's Signature	Date
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Country of Citizenship South Africa	
Post Office Address (if different)	

Full name of Ninth Joint Inventor Sheryl Leigh Woodward	
Inventor's Signature 	Date <i>Aug 2, 2001</i>
Residence 7 East Brook Drive, Holmdel, NJ 07733	
Country of Citizenship U.S.A.	
Post Office Address (if different)	

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Patent
Attorney Case No. ATT-024CUS-026CUS
AT&T Case No. 2000-0559

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Barry Gaiman	Reg. No. 42,562
Richard M. Sharkansky	Reg. No. 25,800
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Post Office Address (if different)	

Patent
 Attorney Case No. ATT-024CUS- -026CUS
 AT&T Case No. 2000-0559

Full name of Fourth Joint Inventor Nemmara K. Shankaranarayanan	
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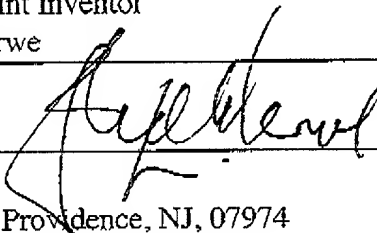
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Post Office Address (if different)	

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AT&T Case No. 2000-0559

Full name of Seventh Joint Inventor Todd J. Totland	
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